

**SEPARATE STATEMENT OF
COMMISSIONER JONATHAN S. ADELSTEIN
APPROVING IN PART, CONCURRING IN PART**

*Re: Application of ALLTEL Corporation, Transferor, and Atlantis Holdings LLC,
Transferee for Consent to Transfer Control of Licensees, Leases and Authorizations, WT
Docket No. 07-128, Memorandum Opinion and Order.*

I support the portion of this Order that approves the transfer of ALLTEL's licenses. I write separately, however, to emphasize my disagreement with the rationale, or lack thereof, for the terms required for this transaction, in particular an exception from the application of the interim cap condition placed on this grant. The Order curiously requires that ALLTEL immediately meet E-911 Public Safety Answering Point (PSAP)-level compliance as a condition precedent for exemption from the freeze on ALLTEL's level of universal service support. This "Jack in the Box" surprise requirement that suddenly sprung up appears as an illogical afterthought. It is unclear to me how ALLTEL might fulfill this condition given that the Commission currently has an open proceeding addressing the details of how carriers must implement PSAP-level accuracy.

I must also underscore that my support for this transfer of control does not prejudice my consideration of the broad policy issues regarding whether an interim cap on universal service support is the appropriate vehicle to address the growth of the high cost fund. As such, while I agree that the Commission must remain attentive to the growth of the fund, particularly among competitive eligible telecommunications carriers, it is an issue that should be resolved in the relevant proceeding.

For these reasons, I approve and concur in part in my decision today.